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NEW FILINGS	AMENDMENTS	-NQ/11/744-	01106013 75 *****78.75
Profit	Amendment		
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OTHER FILINGS Annual Report	REGISTRATION/ QUALIFICATION Foreign		AM 9: 13 OF STATE E. FLORIDA
Fictitious Name	Limited Partnership		
Name Reservation	Reinstatement	_	,
	Trademark		

Other

Examiner's Initials 758/10/99

ARTICLES OF INCORPORATION

OF _

FLORIDA PAY ADVANCE INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:FLORIDA PAY ADVANCE INC.

With principal and registered offices at:1601 N. GLEN AVE. TAMPA, FL. 33607

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: SEVEN THOUSAND FIVE HUNDRED (7,500) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The names and street addresses of the initial officer and directors who shall hold office the first year of the corporation's existence or until their successors are elected are: JOHN H. CLONTS.

EDWARD G. RADCLIFF

BRYAN RADCLIFF

1601 N. GLEN AVE. TAMPA, FL. 33607

ARTICLE VI - INCORPORATORS

The names and addresses of the incorporators to this articles of incorporation are: JOHN H. CLONTS

EDWARD G. RADCLIFF

BRYAN RADCLIFF

1601 N. GLEN AVE. TAMPA, FL.

33607

Signatures of incorporators

DATE 7-6-99

DATE 7-6-99

DATE 7-6-19

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: FLORIDA PAY ADVANCE INC.
- The name and address of the registered agent and office is: EDWARD G. RADCLIFF, 1601 N. GLEN AVE. TAMPA, FL. 33607

(Corporate Officer)

TITLE PRESIDENT

DATE 7-6-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TOO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

DATE 7-6-99